

EXHIBIT A

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*Proposed Counsel for the
Official Committee of Unsecured Creditors*

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

In re:)	Chapter 11
)	Case No. 11-47056-ESS
PENINSULA HOSPITAL CENTER, <i>et al.</i> ,)	Jointly Administered
)	
Debtors.)	
)	

**DECLARATION OF ROBERT M. HIRSH IN SUPPORT OF APPLICATION FOR AN
ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF ARENT FOX LLP
AS ATTORNEYS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Robert M. Hirsh, hereby declares under penalty of perjury:

1. I am a partner in the Bankruptcy and Financial Restructuring Group at Arent Fox LLP ("Arent Fox"), a law firm which employs approximately 360 attorneys and maintains an office for the practice of law at 1675 Broadway, New York, NY 10019 as well as offices in Washington, DC, Los Angeles, CA, and St. Louis, MO.

2. I am fully familiar with the facts hereinafter stated, and am authorized to and hereby make this declaration (the "Declaration") in support of the Application of the Official Committee of Unsecured Creditors (the "Committee") of Peninsula Hospital Center, *et al.* (the "Debtors") for an order authorizing the employment and retention of Arent Fox as counsel to the Committee *nunc pro tunc* to September 26, 2011 and to provide certain disclosures under Sections 504 and 1103(a) of Title 11 of the United States Code §§ 101 *et seq.* (the "Bankruptcy

Code") and Rules 2014 and 5002 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and EDNY Local Bankruptcy Rule 2014-1 (the "Local Bankruptcy Rules").

3. The information contained in this Declaration is of my own personal knowledge, discussions with my partners and associates at Arent Fox, or is derived from my review of the file in these cases.¹

4. All attorneys who will work on this engagement have read and are fully familiar with the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules of this Court, and are sufficiently competent to handle whatever might foreseeably be expected of the Committee's counsel in this matter.

5. Insofar as I have been able to ascertain, except as described herein, the other partners, counsel, and associates of Arent Fox and I are disinterested parties within the meaning of Section 101(14) of the Bankruptcy Code, and have no interest adverse to and no connections with the Committee, the Debtors' estates, their creditors or any other party-in-interest herein or their respective attorneys and accountants with respect to matters for which Arent Fox is to be engaged (other than the representation of the Committee).² Although Arent Fox from time to time has represented and in the future may represent various entities that are creditors of the Debtors or otherwise had or have an interest in these proceedings in matters wholly unrelated to

¹ Certain of the disclosures set forth herein relate to matters not within my personal knowledge, but rather within the personal knowledge of other attorneys at Arent Fox, and are based on information provided by them to me.

² Arent Fox appears in many cases involving a substantial number of creditors, parties-in-interest and professionals. Arent Fox is reviewing the parties-in-interest in these proceedings and will make every effort to disclose all connections to these parties as they become known to Arent Fox. Although it is not possible to guarantee that each and every connection is disclosed at this early juncture, Arent Fox will file additional and supplemental disclosure statements in the event Arent Fox becomes aware of any additional connections. In addition, it is possible that some creditors or parties-in-interest herein are creditors, professionals or parties-in-interest with *de minimis* interest in other cases in which Arent Fox plays a role.

this proceeding, Arent Fox will not represent those creditors or parties in connection with these Chapter 11 cases.

Arent Fox's Conflict Check System

6. In connection with preparing this Declaration, Arent Fox submitted the names of parties-in-interest in these cases (the “Parties-in-Interest”) for review in the computerized conflict database system maintained by Arent Fox. The list of the Parties-in-Interest was obtained by Arent Fox from the initial papers filed in these cases by the Debtors. Arent Fox maintains and systematically updates its conflict check system in the regular course of business of the firm, and it is the regular practice of the firm to make and maintain these records. The conflict check system maintained by Arent Fox is designed to include every matter on which the firm is now or has been engaged, the entity for which the firm is now or has been engaged, and in each instance, the identity of related parties and adverse parties and the attorney in the firm that is knowledgeable about the matter. It is the policy of Arent Fox that no new matter may be accepted or opened within the firm without completing and submitting to those charged with maintaining the conflict check system the information necessary to check each such matter for conflicts, including the identity of the prospective client, as well as related and adverse parties. Accordingly, the database is regularly updated for every new matter undertaken by Arent Fox.

7. The Parties-in-Interest which Arent Fox submitted to its conflict database include:

- (a) The Debtors;
- (b) The Debtors’ known officers, directors, and senior management;
- (c) The Debtors’ counsel and other professionals;
- (d) Known former Debtor parties;
- (e) All parties having filed a Notice of Appearance in these cases and their attorneys;

- (f) The five largest secured creditors;
- (g) The thirty largest unsecured creditors of the Debtors on a consolidated basis;
- (h) The petitioning creditors and their attorneys;
- (i) The DIP lenders and their attorneys;
- (j) The Patient Care Ombudsman and his attorneys; and
- (k) The Potential acquiror and known parties interested in managing or acquiring the Debtor.

8. A list of the Parties-in-Interest submitted to the conflict check system is attached hereto as Exhibit 1.

Arent Fox's Relationship With Parties-In-Interest In Unrelated Matters

9. Arent Fox appears in cases, proceedings, and transactions involving a substantial number of different attorneys, accountants, financial consultants, and investment bankers, some of whom now, or may in the future, represent creditors or Parties-In-Interest in these cases. The Office of United States Trustee appears in each bankruptcy matter that Arent Fox appears. Aside from this, there is no known connection with the Office of United States Trustee or any of its attorneys. Also, from time to time, Arent Fox attorneys appear before the Honorable Elizabeth S. Stong but there is no known connection to Judge Stong or her Chambers staff.

10. Exhibit 2 contains a list of the Parties-in-Interest or their affiliates that Arent Fox has represented, currently represents or is or was adverse to in matters wholly unrelated to the Debtors and their estates. As disclosed in Exhibit 2, Arent Fox and its partners, counsel, and associates have in the past represented, currently represent, and may in the future represent entities that are creditors of the Debtors, or other parties-in-interest in the Debtors' Chapter 11 cases in matters unrelated to these cases. Other than as disclosed herein, Arent Fox has not, and will not, represent any creditors of the Debtors or other parties-in-interest in connection with the

Debtors or these cases or have any relationship with any such entity which would be adverse to the Debtors or their estates. In addition to the disclosures outlined on Exhibit 2, Arent Fox or its attorneys have connections to parties-in-interest that are detailed below.

11. Medline Industries, Inc. (“Medline”): Arent Fox has represented and continues to represent Medline in various litigation and bankruptcy matters in various forums. Arent Fox will not represent Medline in these proceedings. Arent Fox has disclosed its relationship with Medline to the Committee. Should the Committee become adverse to Medline, Arent Fox will assist the Committee in finding conflicts counsel to address any issues raised.

12. Prior to the putative Debtor’s consent to the order for relief, Arent Fox discussed the case with Medline in Arent Fox’s capacity as counsel to Medline, as well as having a general discussion of the events involving the involuntary filing. I also had discussions with Medline about their interest in serving on the Committee and our interest in being considered as counsel to the Committee. Medline advised and confirmed to me that if Arent Fox was retained as counsel to the Committee, Arent Fox’s representation of Medline in these cases would end and Medline would release Arent Fox in order to represent the Committee. Due to the short notice of the formation meeting scheduled by the U.S. Trustee, Medline asked Arent Fox to provide names of potential individuals or proxy holders to attend the formation meeting on behalf of Medline, since Medline’s representative could not attend the formation meeting in person. Arent Fox provided several names, of which Tony Labrosciano was ultimately selected by Medline as its proxy. The formation meeting occurred Thursday, September 22, 2011, however the Committee did not interview candidates for counsel until the following Monday, September 26, 2011. Mr. Labrosciano appeared as a proxy for Medline at the September 22, 2011 formation meeting, but a Medline representative, rather than Mr. Labrosciano, appeared in person at the Committee

meeting where counsel was interviewed and selected. We were advised that Mr. Labrosciano's proxy was terminated prior to the selection of counsel, and to our knowledge, he had no involvement with the retention of Committee professionals. Upon the selection of Arent Fox as counsel to the Committee, Medline released Arent Fox and provided Arent Fox consent to represent the Committee.

13. Chem Rx Pharmacy Services, LLC ("Chem Rx"): Arent Fox currently represents Chem Rx in various litigation and bankruptcy actions in New York and New Jersey, and represents Chem Rx as corporate counsel on multiple matters. Before being retained by the Committee in these cases, Arent Fox appeared on behalf of Chem Rx by way of a Notice of Appearance filed August 19, 2011 [Docket No. 5]. Upon the Committee's selection of Arent Fox, Chem Rx released Arent Fox and provided its consent for Arent Fox to represent the Committee. Arent Fox has since withdrawn the Chem Rx Notice of Appearance [Docket No. 75] and will not represent Chem Rx in these proceedings. Should the Committee become adverse to Chem Rx, Arent Fox will assist the Committee in finding conflicts counsel to address any issues raised.

14. CBIZ Accounting, Tax & Advisory of New York, LLC and CBIZ, Inc. ("CBIZ"): Arent Fox represents or represented official committees of unsecured creditors in several cases in which CBIZ (or its predecessors-in-interest) acts or acted as financial advisor to the same committee, including without limitation, the following: (a) the Official Committee of Unsecured Creditors of BH S&B Holding LLC, *et al.*, an unrelated Chapter 11 case in the Southern District of New York, Chapter 11 Case No. 08-14604 (MG); (b) the Official Committee of Unsecured Creditors of Fortunoff Holdings, LLC, and Fortunoff Card Company, LLC an unrelated Chapter 11 case in the Southern District of New York, Chapter 11 Case No. 09-14097 (RDD); (c) the

Official Committee of Unsecured Creditors of WBE, LLC *et al.*, f/k/a Everything But Water, LLC, *et al.*, an unrelated Chapter 11 case in the District of Delaware, Chapter 11 Case No. 09-10649 (MFW); (d) the Official Committee of Unsecured Creditors of Luminent Mortgage Capital, Inc. *et al.*, an unrelated Chapter 11 case in the District of Maryland, Chapter 11 Case No. 08-21389 (DK); (e) the Official Committee of Unsecured Creditors of NPPI Holdings, Inc., *et al.*, f/k/a Norwood Promotional Products Holdings, Inc. *et al.*, an unrelated Chapter 11 case in the District of Delaware, Chapter 11 Case No. 09-11547 (PJW); (f) the Official Committee of Unsecured Creditors of International DHP Holdings II Corporation, *et al.*, an unrelated Chapter 11 case in the District of Delaware, Chapter 11 Case No. 08-13422 (MFW); (g) the Official Committee of Unsecured Creditors of Point Blank Solutions, Inc., *et al.*, an unrelated Chapter 11 case in the District of Delaware, Chapter 11 Case No. 10-11255 (PJW); and (h) the Official Committee of Unsecured Creditors of eToys Direct 1, LLC *et al.*, an unrelated Chapter 11 case in the District of Delaware, Chapter 11 Case No. 08-13412 (BLS).

15. Additionally, Arent Fox represents or represented Hon. Roy Babitt (the “Trustee”) in his capacity as Chapter 7 Trustee in multiple matters in the Southern District of New York bankruptcy court. In several matters, CBIZ was retained by the Trustee to perform various accounting and other tasks requiring financial expertise.

16. Tony Labrosciano (“Mr. Labrosciano”): Mr. Labrosciano acted as Medline’s proxy for the U.S. Trustee’s organizational meeting to form the Committee in these cases. After this formation meeting, we were advised that Mr. Labrosciano’s proxy was terminated, and to our knowledge, he was not involved in the Committee meeting where the Committee selected its counsel and financial advisor. Arent Fox has been involved in matters where Mr. Labrosciano represents various parties both as proxy holder and in collection matters. Mr. Labrosciano has

acted as a representative or proxy holder in matters in which Arent Fox was retained as Committee counsel in matters unrelated to these proceedings, and in matters where Arent Fox was considered, but not retained. Mr. Labrosciano was retained as Recovery Agent of the Estate in In re The Albert Lindley Lee Memorial Hospital, an unrelated Chapter 11 case in the Northern District of New York, Chapter 11 Case No. 09-30845 (MCR), in which Arent Fox acts as Attorney to the Official Committee of Unsecured Creditors. Other than as disclosed herein, all matters in which both Arent Fox and Mr. Labrosciano are or were involved are unrelated to these Chapter 11 proceedings.

Normal Hourly Rates and Disbursement Policy

17. Arent Fox has not agreed to share (a) any compensation it may receive with another party or person, other than with the partners and associates of Arent Fox, or (b) any compensation another person or party has received or may receive.

18. Subject to this Court's approval in accordance with Section 330(a) of the Bankruptcy Code, Arent Fox will charge for its legal services on an hourly basis in accordance with its ordinary and customary hourly rates for services of this type and nature and for this type of matter in effect on the date such services are rendered, to be reduced by 10%, and for its actual, reasonable, and necessary out-of-pocket disbursements incurred in connection therewith.

The following are Arent Fox's current hourly rates for work of this nature:

(a)	Partners:	\$500 - \$835
(b)	Of Counsel:	\$480 - \$795
(c)	Associates:	\$290 - \$540
(d)	Paraprofessionals:	\$155 - \$285

19. The rates set forth above are subject to periodic review and adjustment and are set at a level designed to fairly compensate Arent Fox for the work of its attorneys and paralegals

and to cover fixed and routine overhead expenses. Generally, the rates are subject to an increase at the beginning of each calendar year. It is Arent Fox's policy to charge its clients in all areas of practice for all other expenses incurred in connection with the client's case. The expenses charged to clients include, among other things, telephone, telecopier and other charges, mail and express and overnight mail charges, special or hand delivery charges, photocopying charges, travel expenses, expenses for "working meals," computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other overtime. Arent Fox will charge the Debtors' estates for these expenses in a manner and at rates consistent with charges made generally to Arent Fox's other clients. Arent Fox believes that it is fairer to charge these expenses to the clients incurring them than to increase the hourly rates and spread the expenses among all clients. Arent Fox will seek reimbursement of its expenses as allowed pursuant to the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules, and Orders of this Court.

20. Arent Fox did not receive a retainer with respect to its proposed representation of the Committee.

21. Arent Fox will not represent any entity other than the Committee in these Chapter 11 cases.

Conclusion

22. Based upon the information available to me, and except as otherwise described herein, Arent Fox holds no interest adverse to the Committee, the Debtors, their estates, or their creditors as to the matters in which it is to be employed. I believe that Arent Fox is a "disinterested person" as defined in Section 101(14) of the Bankruptcy Code. I know of no reason why Arent Fox cannot act as attorneys for the Committee. The foregoing constitutes the statement of Arent Fox pursuant to Section 1103 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Bankruptcy Rule 2014-1.

23. I declare under penalty of perjury that the foregoing is true and correct.

Executed this 6th day of October 2011, at New York, New York.

/s/ Robert M. Hirsh

Robert M. Hirsh

EXHIBIT 1

Debtors and Debtor's Officers, Directors, and Senior Management

Allen Corby

Dr. Peter Galvin

Janet Miele-Powers

Peninsula General Nursing Home Corp. d/b/a Peninsula Center for Extended Care & Rehabilitation

Peninsula Hospital Center

Robert Levine

Robin Blackwell

Ron Musselwhite

Todd Miller

Attorneys to Debtors

Abrams Fensterman, et al.

Danielle Elias, Esq

Deborah J. Piazza, Esq.

Former Debtor Party

Medisys Health Network, Inc.

Petitioning Creditors

Advanced Seamless Gutters

Total MedBiz

Wayne S. Dodakian

Attorney to Petitioning Creditors

Macron & Cowhey, PC

DIP Lender/Potential Acquiror

Revival Acquisitions Group LLC

Revival Funding Co., LLC

Attorney to DIP Lender

Isaac Nutovic, Esq.

Nutovic & Associates

Pre-Petition Secured Lender

JPMorgan Chase Bank, N.A.

Patient Care Ombudsman

Daniel T. McMurray

Attorneys to Patient Care Ombudsman

Mark I. Fishman

Neubert, Pepe & Monteith, P.C.

Top 5 Largest Secured Creditors

1199 SEIU United Healthcare Workers
Bank of New York Mellon as Trustee
New York State Housing Finance Agency
NYC Water Board
Siemens Medical Solutions

Top 30 Largest Unsecured Creditors

Besler & Co., Inc.
Bio Reference Laboratories, Inc.
Brookdale Hospital Medical Center
Chem RX
Cumberland Packing Corp.
Depuy Orthopaedics Inc.
Empire BlueCross BlueShield
Flushing Hospital Medical Center
Foley and Lardner LLP
FRR Recovery
H D Smith
Jamaica Hospital Medical Center
Laboratory Corporation of America Holdings
Madison Ave Physicians Service
Mcbee Associates, Inc.
Medicaid
Medicare
Medisys Health Network
Medline Industries, Inc.
Modern Medical Systems Co.
MR. Bag Manufacturing Corp.
NY Blood Center
Physician Reciprocal Insurers
PriceWaterhouse Coopers LLP
Prudential Asset Management
Quest Diagnostics
Sodexo
St. Jude Medical S.C. Inc.
TJH Medical Services PC
William S. Cain and Associates

Parties Filing Notice of Appearance

1199SEIU Health Care Employees Pension Fund
1199SEIU National Benefit Fund for Health and Human Service Employees
1199SEIU United Healthcare Workers East
1199SEIU/Employer Child Care Fund
Airgas East, Inc.
Americorp Financial, L.L.C., a Michigan L.L.C. d/b/a Respiromics Hospital Financial Services
Beckman Coulter Inc.
City of New York

David Boyle
Empire HealthChoice Assurance, Inc., d/b/a Empire Blue Cross Blue Shield
Flushing Hospital and Medical Center
FRR Recovery, Inc.
Hospital League/1199SEIU Health Care Industry Job Security Fund
Hospital League/1199SEIU Training and Upgrading Fund
JPMorgan Chase Bank, N.A.
MediSys Health Network, Inc.
New York City Department of Finance
New York City Environmental Control Board
New York City Water Board
New York State Department of Health
Sodexo Management, Inc.
The Brookdale Hospital Medical Center
The Jamaica Hospital d/b/a Jamaica Hospital Medical Center
TJH Medical Services, PC
Welcome Parking, LLC

Attorneys to Parties Filing Notice of Appearance

Adrienne Vadell Sturges, Esq.
Alston & Bird LLP
Andrew B. Hefland, Esq.
Attorney General of the State of New York
Bernstein Law Firm, P.C.
Cole, Schotz, Meisel, Forman & Leonard, P.A.
Corporation Counsel of the City of New York
Eric T. Schneiderman, Esq.
Farrell Fritz, P.C.
Foley & Lardner LLP
Gabriela P. Cacuci, Esq.
Hefland & Hefland
JD Thompson Law
Jeffrey C. Thrope, Esq.
John W. Spears, Esq.
John W. Weiss, Esq.
Judy D. Thompson, Esq.
Kathleen M. Miller, Esq.
Kirk B. Burkley, Esq.
Laurence May, Esq.
Levy Ratner, P.C.
Louis Benza, Esq.
Michael Cardozo, Esq.
Michael R. Dal Lago, Esq.
Morrison Cohen LLP
Neal S. Mann, Esq.
Ryan T. Jareck, Esq.
Smith, Katzenstein & Jenkins LLP
Suzanne Hepner, Esq.

Ted A. Berkowitz, Esq.
Veronique A. Urban, Esq.

EXHIBIT 2³

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
1199 SEIU United Healthcare Workers; 1199 SEIU United Healthcare Workers East; 1199 SEIU Health Care Employees Pension Fund; 1199 SEIU National Benefit Fund for Health and Human Services Workers	<p>1199 SEIU United Healthcare Workers East is a Current Adverse Party and a Former Other Interested Party in matters unrelated to these Chapter 11 proceedings.</p> <p>1199 SEIU United Healthcare Workers and other potentially related parties are Current and Former Adverse Party in matters unrelated to these Chapter 11 proceedings.</p> <p>Arent Fox represented certain principals and affiliates of the Debtor in <i>In re The Parkway Hospital, Inc.</i> bankruptcy proceeding (“Parkway”), an unrelated Chapter 11 case in the Southern District of New York, Chapter 11 Case No. 05-14875 (SCC). 1199 SEIU National Benefit/Pension/Training and Upgrading/Job Security/and Child Care Funds (the “Union”) sat as a member of the official committee of unsecured creditors in the Parkway case. The Union was an Adverse Party in the Parkway case. Arent Fox’s engagement ended on April 4, 2007, on which day Arent Fox withdrew its notice of appearance for these affiliates.</p>
Airgas East, Inc.	<p>"Airgas East" is a Current Other Interested Party in a matter unrelated to these Chapter 11 proceedings.</p> <p>Other possibly related entities with "Airgas" in their name are Current and</p>

³ Party relationships are classified as: (i) Client; (ii) Former Client (no active matters are attributed to the client because all amounts have been billed and the entity or individual is no longer considered a client); (iii) Adverse; (iv) Other Interested Party (a party that is not a Client, a Former Client, Client Friendly or Adverse); (v) Client Friendly (a party who refers a client to Arent Fox; an affiliate of the client; possibly an officer or party who is not adverse to the client; or a party who is generally aligned with the Arent Fox client); (vi) Current Creditor (a party who is involved in another bankruptcy case involving an appearance by Arent Fox); (vii) Consumer Connection (a party with whom Arent Fox attorneys have some *de minimis* or consumer level connection, e.g., phone service, credit card or other personal goods or services); or (viii) Arent Fox Vendor Payment (a party to whom Arent Fox has issued a check, settlement payment, or paid for goods and services in the course of business).

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	Former Other Interested Parties, Former Adverse Parties, and a Former Arent Fox Client, all in matters unrelated to these Chapter 11 proceedings.
Alston & Bird LLP	Alston & Bird LLP is or is attorney to a Current Adverse and Other Interested Party, and a Former Arent Fox Client, all in matters unrelated to these Chapter 11 proceedings.
Bank of New York Mellon as Trustee	Bank of New York Mellon or its Affiliates (collectively, “BONY”) are Current and Former Adverse and Other Interested Party, and Current Client-Friendly Party, all in matters unrelated to these Chapter 11 proceedings. In the past, BONY was a Client of Arent Fox and a member of a committee of unsecured creditors in an unrelated bankruptcy proceeding in which Arent Fox represented the Committee.
Beckman Coulter, Inc.	Beckman Coulter, Inc. is a Former Adverse Party in a matter unrelated to these Chapter 11 proceedings.
Bernstein Law Firm PC	Bernstein Law Firm PC is a Current Arent Fox Client in a matter unrelated to these Chapter 11 proceedings.
Bio Reference Laboratories Inc.	Bio Reference Laboratories Inc. is a Former Adverse Party in a matter unrelated to these Chapter 11 proceedings.
Brookdale Hospital Medical Center	Brookdale Hospital Medical Center is a Former Client Friendly and Other Interested Party in matters unrelated to these Chapter 11 proceedings.
City of New York	Arent Fox is and has been involved in a variety of matters in which the City of New York or its affiliates have been Client-Friendly, Adverse, or Other Interested Parties. All matters in which Arent Fox and the City of New York were both

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	involved are unrelated to these Chapter 11 proceedings.
City of New York Department of Finance	City of New York Department of Finance is a Current and Former Adverse, and Former Other Interested Party in matters unrelated to these Chapter 11 proceedings.
City of New York Environmental Control Board	City of New York Environmental Control Board is a Current Adverse Party in a matter unrelated to these Chapter 11 proceedings.
City of New York Water Board	City of New York Water Board is a Current Adverse Party in a matter unrelated to these Chapter 11 proceedings.
Cole Schotz Meisel Forman & Leonard PA	Cole Schotz Meisel Forman & Leonard PA is or is attorney to a Current and Former Adverse, and Former Other Interested Party in matters unrelated to these Chapter 11 proceedings.
David Boyle	David Boyle is a Former Other Interested Party in matters unrelated to these Chapter 11 proceedings. "David A. Boyle" is a Former Client Friendly Party in matters unrelated to these Chapter 11 proceedings. Arent Fox does not know whether "David Boyle" and "David A. Boyle" are related entities, but in any event does not believe that this presents a conflict and makes this disclosure out of an abundance of caution.
Deborah J. Piazza, Esq.	Deborah J. Piazza, Esq. is attorney to a Current Other Interested Party in a matter unrelated to these Chapter 11 proceedings.
Depuy Orthopaedics Inc.	Depuy Orthopaedics Inc. is a Current Client Friendly Party (an affiliate of Current Arent Fox Client Johnson & Johnson Shared Services) in a matter

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	unrelated to these Chapter 11 cases.
Empire Blue Cross	Empire Blue Cross is a Current and Former Adverse Party, and a Former Other Interested Party in matters unrelated to these Chapter 11 proceedings.
Empire Healthchoice Assurance dba Empire Blue Cross Blue Shield	Possibly related entities with "Empire Healthchoice" in the name are Former Adverse and Other Interested Parties in matters unrelated to these Chapter 11 proceedings.
Flushing Hospital Medical Center	Flushing Hospital Medical Center is a Former Adverse Party in a matter unrelated to these Chapter 11 proceedings.
Foley and Lardner LLP	Foley and Lardner LLP is a Former Arent Fox Client and a Former Adverse Party in matters unrelated to these Chapter 11 proceedings.
H D Smith	H D Smith is a Current Client Friendly and Former Adverse Party in matters unrelated to these Chapter 11 proceedings.
Isaac Nutovic, Esq.	Isaac Nutovic, Esq. is or is attorney to a Current Adverse and Client Friendly Party in matters unrelated to these Chapter 11 proceedings.
Jamaica Hospital Medical Center	Jamaica Hospital Medical Center is a Former Arent Fox Client in matters unrelated to these Chapter 11 proceedings.
John W. Weiss, Esq.	Possibly related entity "John Ward Weiss" is a Former Client Friendly and Current Adverse Party in matters unrelated to these Chapter 11 proceedings.
JPMorgan Chase Bank NA	JPMorgan Chase Bank NA is a Former Arent Fox Client; a Current Adverse and Other Interested Party; and a Former Client Friendly, Adverse, and Other Interested Party, all in matters unrelated to these

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	Chapter 11 proceedings.
Kathleen M. Miller, Esq.	Kathleen M. Miller, Esq. is or is attorney to a Former Adverse and Other Interested Party in matters unrelated to these Chapter 11 proceedings.
Laboratory Corporation of America	Laboratory Corporation of America is a Current and Former Other Interested Party, and a Former Arent Fox Client, Co-Party, and Adverse Party, all in matters unrelated to these Chapter 11 proceedings.
Louis Benza, Esq.	Louis Benza, Esq. is or is attorney to a Former Adverse Party in a matter unrelated to these Chapter 11 proceedings.
Medicaid	"Centers for Medicare & Medicaid Services (CMS)" is a Current and Former Adverse and a Former Other Interested Party, all in matters unrelated to these Chapter 11 proceedings.
Medicare	"Centers for Medicare & Medicaid Services (CMS)" is a Current and Former Adverse and a Former Other Interested Party, all in matters unrelated to these Chapter 11 proceedings.
Medisys Health Network, Inc.	Medisys Health Network, Inc. is a Former Client, a Former Other Interested Party, and a Current and Former Adverse Party in matters unrelated to these Chapter 11 proceedings.
Michael Cardozo, Esq.	"Michael Cardozo (as CEO of City Centre Development, Los Angeles)" is a Former Arent Fox Client; and "Michael Cardozo" is a Former Client Friendly and Other Interested Party. Arent Fox does not know whether "Michael Cardozo, Esq." and either entity mentioned above are related entities, but in any event does not believe that this presents a conflict and makes this

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	disclosure out of an abundance of caution.
Michael R. Dal Lago, Esq.	Michael R. Dal Lago, Esq. is or is attorney to a Current and Former Adverse Party, and a Former Other Interested Party in matters unrelated to these Chapter 11 proceedings.
Morrison & Cohen LLP	Morrison & Cohen LLP is or is attorney to a Current Adverse Party in matters unrelated to these Chapter 11 proceedings.
New York State Housing Finance Agency	New York State Housing Finance Agency is a Former Adverse Party in matters unrelated to these Chapter 11 proceedings.
NY Blood Center	NY Blood Center is a Former Other Interested Party in matters unrelated to these Chapter 11 procedures.
Pricewaterhouse Coopers LLP	Pricewaterhouse Coopers LLP is a Current Client Friendly and Adverse Party; a Former Arent Fox Client; and a Former Co-Party, Adverse Party, and Other Interested Party in matters unrelated to these Chapter 11 cases.
Prudential Asset Management	Possibly related entity "Prudential Asset Resources" is a Current and Former Adverse Party in matters unrelated to these Chapter 11 proceedings. Possibly related entity "Prudential Real Estate Investors" is a Current Arent Fox Client in a matter unrelated to these Chapter 11 proceedings.

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	Other possibly related entities with "Prudential" in their name are Current Adverse and Other Interested Parties; Former Arent Fox Clients; and Former Client Friendly, Adverse, and Other Interested Parties, all in matters unrelated to these Chapter 11 proceedings.
Quest Diagnostics	Quest Diagnostics is a Current Arent Fox Client, a Current Client Friendly Party, and a Former Client Friendly, Adverse, and Other Interested Party in matters unrelated to these Chapter 11 proceedings.
Robert Levine	Robert Levine is a Current and Former Adverse Party in matters unrelated to these Chapter 11 proceedings.
Siemens Medical Solutions	Siemens Medical Solutions is a Current and Former Client-Friendly, Adverse, and Other Interested Party in matters unrelated to these Chapter 11 proceedings. Siemens AG (the parent company of Siemens Medical Solutions) and other subsidiaries of Siemens AG are Current and Former Clients, Co-Parties, Adverse Parties, and Other Interested Parties in matters unrelated to these Chapter 11 proceedings.
Sodexo; Sodexo Management Inc.	Sodexo (f/k/a Sodexho) is a Former Arent Fox Client, and a Former Adverse and Other Interested Party in matters unrelated to these Chapter 11 proceedings.
St. Jude Medical S.C. Inc.	St. Jude Medical S.C. Inc. is a Current Other Interested Party in matters unrelated to these Chapter 11 cases. Possibly related entity "St. Jude Medical, Inc." is a Current Adverse Party, and a prospective client Arent Fox in a matter unrelated to these Chapter 11 proceedings.

<u>Connection Party</u>	<u>Arent Fox Relationship</u>
	<p>Potentially related entities "St. Joseph - St. Jude Medical Center" and "St. Jude Emergency Medical Group, Inc." are Current Arent Fox Clients in matters unrelated to these Chapter 11 proceedings.</p> <p>Other potentially related entities are Former Adverse and Other Interested Parties in matters unrelated to these Chapter 11 proceedings.</p>
State of New York Department of Health; State of New York Attorney General	<p>"State of New York Department of Health" is a Former Client Friendly and Adverse Party, and a Current and Former Other Interested Party in matters unrelated to these Chapter 11 proceedings.</p> <p>"State of New York Attorney General" is a Current and Former Adverse Party, and a Former Client Friendly Party in matters unrelated to these Chapter 11 proceedings.</p> <p>Other entities related to the "State of New York" are Current and Former Client Friendly, Adverse, and Other Interested Parties in matters unrelated to these Chapter 11 proceedings.</p>
Todd Miller	Todd Miller is a Former Client-Friendly Party in a matter unrelated to these Chapter 11 proceedings.